

EXHIBIT A
(Proposed Order)

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

MOM CA Investco LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10321 (BLS)

(Jointly Administered)

**ORDER APPROVING STIPULATION BETWEEN DEBTORS, MOHAMMAD
HONARKAR AND 4G WIRELESS, INC.**

Upon the certification of counsel of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”) approving that certain *Stipulation Between Debtors, Mohammad Honarkar, and 4G Wireless Inc.*, a copy of which is attached hereto as Exhibit 1 (the “Stipulation”), and the Court having jurisdiction pursuant to sections 157 and 1334 of Title 28 of the United States Code to consider the Stipulation; and this Court having determined that sufficient cause appearing therefor, it is hereby,

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Stipulation is hereby approved.
2. This Court shall retain jurisdiction with respect to all matters arising from or relating to the interpretation or implementation of this Order.

¹ The Debtors in these chapter 11 proceedings, together with the last four digits of each Debtor’s federal tax identification number, are: MOM CA Investco LLC [6263], MOM AS Investco LLC [6049], MOM BS Investco LLC [6180], Retreat at Laguna Villas, LLC [2046], Sunset Cove Villas, LLC [9178], Duplex at Sleepy Hollow, LLC [9237], Cliff Drive Properties DE, LLC [0893], 694 NCH Apartments, LLC [0318], Heisler Laguna, LLC [4709], Laguna Festival Center, LLC [4073], 891 Laguna Canyon Road, LLC [0647], 777 at Laguna, LLC [8715], Laguna Art District Complex, LLC [8316], Tesoro Redlands DE, LLC [2764], Aryabhata Group LLC [7332], Hotel Laguna, LLC [9580], 4110 West 3rd Street DE, LLC [8641], 314 S. Harvard DE, LLC [2057], Laguna HI, LLC [6408], Laguna HW, LLC [9470], The Masters Building, LLC [6134], and 837 Park Avenue, LLC [3229]. The Debtors’ headquarters are located at 520 Newport Center Drive, Suite 480, Newport Beach, CA 92660.

EXHIBIT 1

(Stipulation)

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

MOM CA Investco LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10321 (BLS)

(Joint Administration Requested)

**STIPULATION BETWEEN DEBTORS, MOHAMMAD HONARKAR AND 4G
WIRELESS, INC.**

The following stipulation is entered into by and between the above-captioned debtors and debtors in possession (collectively, the “Debtors”) in the above-captioned chapter 11 cases (the “Chapter 11 Cases”), Mohammad Honarkar (“Honarkar”), and 4G Wireless, Inc. (“4G,” together with the Debtors and Honarkar, the “Parties”):

RECITALS

1. On February 28, 2025 (the “Petition Date”), Debtors MOM Investco CA, LLC, MOM AS Investco, LLC and MOM BS Investco, LLC (collectively, the “MOM Investcos”) each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. On March 10, 2025, the remaining Debtors filed their petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their business and managing their property as debtors in possession pursuant

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to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee, administrator or official committees have been appointed at this time in these Chapter 11 Cases.

2. Prior to the Petition Date, in or around September 2023, certain of the Debtors initiated twenty-one unlawful detainer actions against tenants occupying various real properties owned by the Debtors without paying rent (collectively, the “Unlawful Detainer Actions”) in the Superior Court of California, Orange County, California (the “Superior Court”). A complete list of the Unlawful Detainer Actions is set forth on Schedule 1 attached hereto.

3. In twelve of the Unlawful Detainer Actions, the Superior Court issued orders, pursuant to California Code of Civil Procedure § 572, *et seq.*, requiring the tenant defendants to deposit the monthly rental payments with the Superior Court’s treasury, as provided in California Government Code § 68084 (each a “527 Order”).

4. The 527 Orders stayed the respective Unlawful Detainer Actions pending the final disposition of the matter entitled *MOM CA Investco LLC v. Honarkar*, Case No. 30-2023-01322886-CU-OR-CJC, filed before the Superior Court (the “Superior Court Litigation”).

5. In connection with the Superior Court Litigation, on October 13, 2023, Honarkar and 4G, individually and derivatively on behalf of the MOM Investcos, filed an arbitration proceeding (the “Arbitration”) against Mahender Makhijani, Continuum Analytics, Inc., MOM AS Investor Group LLC, MOM BS Investor Group LLC, MOM BS Investor Group LLC, MOM AS Manager LLC, MOM BS Manger, LLC, MOM CA Manager LLC, and Nano Bank (collectively, the “Arbitration Defendants”). The MOM Investcos were named as “nominal respondents” in the Arbitration. On February 21, 2025, a partial interim award was issued in the Arbitration (the “Arbitration Award”).

6. As of the Petition Date, approximately \$223,507.32 in rent owed to the respective Debtors is being held in the treasury of the Superior Court (collectively with rents further collected pursuant to the 527 Orders, the “Deposited Rents”).

7. The Parties agree that the Deposited Rents are property of the Debtors’ estates. The Parties agree that, in light of the Chapter 11 Cases, the Superior Court Litigation, and the Arbitration Award, it is appropriate to disburse the Deposited Rents to the Debtors.

8. In order to avoid the expense and delay of further proceedings, the Parties desire to resolve any disputes concerning the Deposited Rents.

STIPULATION

Wherefore, the Parties hereby stipulate as follows:

- A. The Deposited Rents are property of the Debtors’ estate.
- B. The automatic stay imposed by section 362 of the Bankruptcy Code shall be modified, to the extent necessary, to permit the Debtors to submit written notice to the Superior Court in the Unlawful Detainer Actions to disburse the Deposited Rents to the Debtors and to permit the Debtors to petition the Superior Court to disburse all future Deposited Rents directly to the Debtors. Honarkar and 4G will not oppose such requests.
- C. Subject to any operative provisions in applicable cash collateral orders, the Deposited Rents shall be used to pay the operating expenses of the Chapter 11 Cases.
- D. No amendment of any provision of this Stipulation shall be effective unless it is in writing and signed by the Parties, and no waiver of any provision of this Stipulation, and no consent to any variation thereof, shall be effective unless it is in writing and signed by the Party against whom such waiver is asserted, and then such waiver or consent shall be effective only in the specific instance and for the specific purpose for which given.

E. This Stipulation sets forth the entire agreement and understanding between the Parties relating to the subject matter hereof and supersedes all other prior agreements, discussions, and documents. No Party shall be bound by any terms, conditions, definitions, understandings or representations with respect to the subject matter hereof, other than as expressly provided for herein, except as may hereafter be agreed to in a writing signed by the Parties.

F. This Stipulation shall inure to the benefit of, and shall be binding upon, the successors and assigns of the Parties, and each of them.

G. The recitals are incorporated into and made part of this Stipulation.

H. Both Parties (a) have carefully read and understand the scope and effect of each provision of this Stipulation; and (b) have consented to and executed this Stipulation freely and without fraud, coercion, duress or undue influence.

I. Each Party shall bear its own costs and expenses, including attorney's fees, in connection with the negotiation, preparation and performance of this Stipulation.

J. This Stipulation may be signed in counterpart originals, which, when fully executed, shall constitute a single original. Any signature delivered by a Party by facsimile transmission or by electronic means shall be deemed an original signature hereto.

K. The effectiveness of this Stipulation is conditioned upon its approval by the Court.

L. The Court shall retain jurisdiction to resolve any disputes or controversies arising from or related to this Stipulation.

M. Each of the undersigned counsel represents that he/she is authorized to execute this Stipulation on behalf of their respective client.

Dated: March 26, 2025
Wilmington, Delaware

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Respectfully submitted,

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Proposed Counsel to the Debtors and Debtors in Possession

Dated: March 26, 2025
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Counsel to Mohammad Honarkar and 4G Wireless, Inc.

Schedule 1

Case Name	Case Number	Enter 527 Order
Laguna Festival Center v. Laguna Candles, LLC	30-2023-01351422-CU-UD-CJC	No
Laguna Festival Center v. Flashman Design, Inc.	30-2023-01351330-CL-UD-CJC	Yes
Laguna Festival Center v. Laguna Beach Ales	30-2023-01350534-CU-UD-CJC	No
Laguna Festival Center v. McClain Family Cellars	30-2023-01349144-CU-UD-CJC	Yes
Laguna Festival Center v. Laguna Lounge Concepts	30-2023-01349227-CU-UD-CJC	No
Laguna Art District, LLC v. Kebab Kurry	30-2023-01351419-CU-UD-CJC	Yes
Heisler Laguna LLC v. Christie Smith	30-2023-01352775-CL-UD-CJC	Yes
Heisler Laguna LLC v. Kevin Dean Ambrose	30-2023-01350330-CL-UD-CJC	No
Heisler Laguna LLC v. Ilumina 108 LLC	30-2023-01350546-CL-UD-CJC	No
Heisler Laguna LLC v. Michael Childs	30-2023-01351343-CL-UD-CJC	No
Heisler Laguna LLC v. Sandy Marshall	30-2023-01353207-CL-UD-CJC	Yes
Heisler Laguna LLC v. Scott Sebastian	30-2023-01351408-CL-UD-CJC	Yes
Heisler Laguna LLC v. Willbo, LLC	30-2023-01350760-CL-UD-CJC	Yes
Heisler Laguna LLC v. YSM Design, LLC	30-2023-01351153-CU-JD-CJC	Yes
The Masters Building LLC v. Brashears Agency LP	30-2023-01351171-CL-UD-CJC	Yes
The Masters Building LLC v. Arpine Azlvyan	30-2023-01349196-CL-UD-CJC	Yes
The Masters Building LLC v. Eleni Frousiakis Dalis	30-2023-01349150-CL-UD-CJC	Yes
The Masters Building LLC v. Taryn Holt, Nikki Bostwick	30-2023-01349267-CL-UD-CJC	No
The Masters Building LLC v. Shana Jenkins	30-2023-01349123-CL-UD-CJC	No
The Masters Building LLC v. Lila Borhan	30-2023-01349234-CU-UD-CJC	Yes